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F0012

8/25

**Amendment to the Charter of Incorporation
of Pike School Corporation, Inc.**

BE IT RESOLVED, that the directors of Pike School Corporation, Inc., a Mississippi nonprofit corporation (the "Corporation"), said Corporation having no current members being entitled to vote thereon, have approved the following amendment to the Corporation's Charter of Incorporation in accordance with Section 79-11-301 of the Mississippi Code of 1972, as amended:

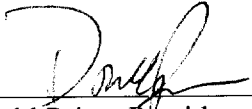
8. The corporation shall not discriminate on the basis of race, color, national or ethnic origin in the administration of its educational policies, admissions policies, scholarship and loan programs, and athletic and other school administered programs.
9. The purposes for which this corporation is created are exclusively religious, charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future U.S. Internal Revenue law.



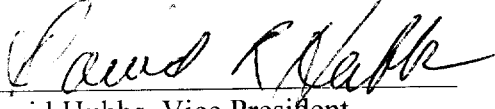
Notwithstanding any other provision of these articles, this corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future U.S. Internal Revenue laws.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.

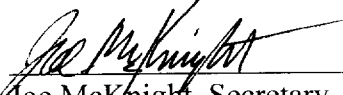
This amendment to the Corporation's Charter of Incorporation was approved at a duly called meeting of the Corporation's board of directors this the 14th day of August, 1999.



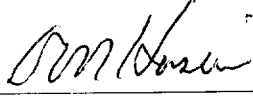
Donald Price, President



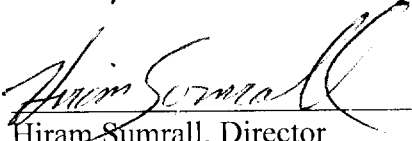
David Hubbs, Vice President



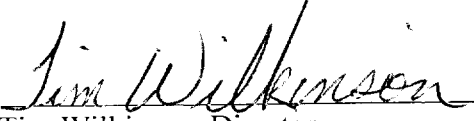
Joe McKnight, Secretary



Don Haskins, Director



Hiram Sumrall, Director



Tim Wilkinson, Director

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EDMUND L. BRUNINI
(1911-1992)

R. GORDON GRANTHAM
(1912-1986)

JOHN M. GROWER
OF COUNSEL

August 25, 1999

Hand Deliver

Mississippi Secretary of State
Business Service Division
202 N. Congress Street
Jackson, Mississippi 39201

Re: Pike School Corporation, Inc.

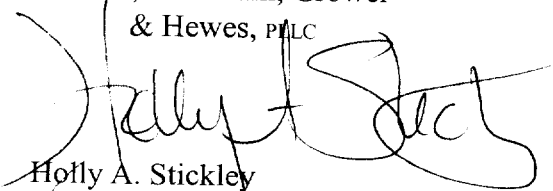
Dear Madam/Sir:

Enclosed for filing in your office is an original and a copy of the Amendment to the Charter of Incorporation for the above referenced corporation. I also have enclosed our firm's check in the amount of \$75.00 for the required filing fees and the non-standard form filing fee. Please notify me at 960-6847 as soon as the filed stamped copy of this instrument is ready and I will send a runner to pick it up.

Please call me should you have any questions. Thank you for your assistance in this matter.

Sincerely,

Brunini, Grantham, Grower
& Hewes, PLLC


Holly A. Stickley
Legal Assistant

Has
Enclosure